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SUPPLEMENTAL AGREEMENT

6182-0

RECORDATION NO. _____ Filed & Recorded

DATED AS OF JANUARY 1, 1971

JUN 9 1971 -4 12 PM

INTERSTATE COMMERCE COMMISSION

AMENDING

LEASE OF RAILROAD EQUIPMENT

DATED AS OF MAY 1, 1969

BETWEEN

TRAILER TRAIN COMPANY
Lessor

AND

SEA-LAND FREIGHT SERVICE, INC.
Lessee

SUPPLEMENTAL AGREEMENT, dated as of January 1, 1971,
between TRAILER TRAIN COMPANY (hereinafter called Lessor) and
SEA-LAND FREIGHT SERVICE, INC. (hereinafter called Lessee).

WHEREAS, by LEASE OF RAILROAD EQUIPMENT (hereinafter
called Lease) dated as of May 1, 1969, Lessor leased to Lessee five
(5) 75' Flat Cars; and

WHEREAS, the parties desire to supplement the Lease by adding
an additional ten (10) cars to the Lease and extending the term of the
Lease for an additional two (2) years;

NOW, THEREFORE, in consideration of the premises herewith
set forth, the parties agree as follows:

1. The Lease is hereby amended by adding the cars described in
Schedule B attached hereto to the Equipment described in Schedule A of
the Lease.
2. The term of the Lease as set forth in Section 3 is hereby
extended to March 25, 1973.
3. The Lease, except as amended by this agreement, shall continue
in full force and effect.

4. Lessor will, at the expense of Lessee, upon execution and delivery of this agreement, cause same to be duly filed and recorded with the Interstate Commerce Commission in accordance with Section 20c of the Interstate Commerce Act, as amended.

IN WITNESS WHEREOF, Lessor and Lessee have caused these presents to be signed by their officers and sealed with their seals, duly attested as of the day, month and year first above written.

ATTEST:

TRAILER TRAIN COMPANY

A. F. Hunter
ASSISTANT SECRETARY

ATTEST:

BY: James E. Whitman Jr.
VICE PRESIDENT
& GENERAL MANAGER
SEA-LAND FREIGHT SERVICE, INC.

L. B. [Signature]

BY: K. G. Young

SCHEDULE B

CAR NUMBER

470402

470417

470419

470420

470427

470434

470439

470443

470446

470433

COMMONWEALTH OF PENNSYLVANIA)
) ss.
COUNTY OF *Philadelphia*)

On this *19th* day of *MARCH* 19 *71*, before me personally appeared *John E. Wightman, Jr.*, personally known, who being by me duly sworn, says that he is *Vice Pres. & Gen. Mgr.* of TRAILER TRAIN COMPANY, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Joseph H. Tremmel
Notary Public

JOSEPH H. TREMMEL
Notary Public, Philadelphia, Philadelphia Co.
My Commission Expires June 4, 1974

STATE OF NEW JERSEY)
) ss.
COUNTY OF UNION)

On this 26 day of May 1971, before me personally appeared K. D. Younger, to me personally known, who being by me duly sworn, says that he is Vice Pres. of SEA-LAND FREIGHT SERVICE, INC., that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Barbara A. Eggers
Notary Public

BARBARA A. EGGERS
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires Sept. 15, 1975